

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

*In re* : Chapter 11  
: Case No. 01-01139 (JKF)  
W. R. GRACE & CO., *et al.*, : (Jointly Administered)  
:   
Debtors. : Objection Deadline: January 26, 2004  
: Hearing Date: TBD, if necessary

**SUMMARY COVERSHEET TO THIRTY-SECOND INTERIM FEE APPLICATION  
OF PITNEY, HARDIN, KIPP & SZUCH LLP  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR NOVEMBER 1, 2003 THROUGH NOVEMBER 30, 2003**

Name of Applicant: **Pitney, Hardin, Kipp & Szuch LLP**

Authorized to Provide Professional Services to: **W. R. GRACE & CO., *et al.***

Date of Retention: **May 30, 2001 (*nunc pro tunc* to April 2, 2001)**

Period for which compensation and reimbursement is sought: **November 1, 2003 – November 30, 2003**

Amount of Compensation sought as actual, reasonable and necessary: **\$16,464.50**

Amount of Expense Reimbursement Sought as actual, reasonable and necessary: **\$2,478.06**

This is a: ☒ monthly \_\_\_\_ quarterly interim \_\_\_\_ final application

The total time expended for fee application preparation is approximately 10 hours and the corresponding compensation requested is approximately \$2,000.00.<sup>1</sup>

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<sup>1</sup> Applicant will apply to recover compensation relating to this Fee Application in a subsequent application.

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
August 14, 2001 #793 CNO filed September 20, 2001 #943	4/2/01 – 4/30/01	\$13,859.50	\$7,239.68	Approved @ 80% (\$11,087. 60)	Approved @ 100%
August 14, 2001 #794 CNO filed September 20, 2001 #944	5/1/01 – 5/31/01	\$37,837.50	\$10,539.48	Approved @ 80% (\$30,270. 00)	Approved @ 100%
August 14, 2001 #795 CNO filed September 20, 2001 #946	6/1/01 – 6/30/01	\$29,079.00	\$10,548.57	Approved @ 80% (\$23,263. 20)	Approved @ 100%
August 14, 2001 #796; Approved 11/25/02 #3091	4/2/01 – 6/30/01	\$80,776.00	\$28,327.73	Approved @ 100%	Approved @ 100%
September 27, 2001 #967  Amended Exhibit B October 30, 2001 #1050  CNO filed October 31, 2001 #1062	7/1/01 – 7/31/01	\$33,349.00  Volun- tarily Reduced to \$32,429.00	\$11,075.18	Approved @ 80% (\$25,943. 20)	Approved @ 100%
October, 31, 2001 #1046 CNO filed November 28, 2001 #1259	8/1/01 – 8/31/01	\$60,105.00	\$8,715.77	Approved @ 80% (\$48,084. 00)	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
November, 30, 2001 #1292 CNO filed 12/21/01 #1419	9/1/01 – 9/30/01	\$94,112.50	\$10,714.88	Approved @ 80% (\$75,290. 00)	Approved @ 100%
December 4, 2001 #1305 CNO filed 12/27/01 #1423	4/2/01 – 12/3/01	\$240,000.00	\$0.00	Contingency Matter Approved @80% (\$192,000. 00)	N/A
December, 11, 2001 #1331 CNO filed 1/9/02 #1477	10/1/01 – 10/31/01	\$68,805.50	\$23,481.14	Approved @ 80% (\$55,044. 40)	Approved @ 100%
January 9, 2002 #1481; Approved 11/25/02 #3091	7/1/01 – 9/30/01	\$186,646.50	\$30,505.83	Approved @ 100%	Approved @ 100%
February 26, 2001 #1723 CNO filed 4/17/02 #1936	11/1/01 – 11/30/01	\$62,334.50	\$7,507.05	Approved @ 80% (\$49,867. 60)	Approved @ 100%
February 26, 2001 #1722 CNO filed 4/17/02 #1937	12/1/01 – 12/31/01	\$85,347.50	\$10,019.15	Approved @ 80% (\$68,278. 00)	Approved @ 100%
March 27, 2002 #1868 CNO filed 4/18/02 #1942	1/1/02 – 1/31/02	\$38,823.00	\$11,182.95	Approved @ 80% (\$31,058. 40)	Approved @ 100%
March 28, 2002 #1871; Approved 11/25/02 #3091	10/1/01 – 12/31/01	\$456,487.00	\$28,241.08	Approved @ 100%	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
April 17, 2002 #1938 CNO filed 5/9/02 #2031	2/1/02 – 2/28/02	\$67,270.10	\$8,972.08	Approved @ 80% (\$53,816. 08)	Approved @ 100%
May 6, 2002 #2061 CNO filed 6/7/02 #2187	3/1/02 – 3/31/02	\$30,424.00	\$6,076.45	Approved @ 80% (\$24,339. 20)	Approved @ 100%
June 19, 2002 #2259-60 (Objections due July 9, 2002; Hearing date August 26, 2002)	1/1/02 – 3/31/02	\$136,517.10	\$26,231.48	Approved @ \$130,255.00	Approved @ 100%
June 12, 2002 # 2208 CNO filed 7/9/02 #2349	4/1/02 – 4/30/02	\$33,180.00	\$1,119.59	Approved @ 80% (\$26,544. 00)	Approved @ 100%
July 9, 2002 #2349 CNO filed 7/30/02 #2468	5/1/02 – 5/31/02	\$10,995.50	\$9,230.90	Approved @ 80% (\$8,796.40)	Approved @ 100%
August 23, 2002 #2596 CNO filed 9/17/02 #2696	6/1/02 – 6/30/02	\$28,403.00	\$3,922.05	Approved @ 80% (\$22,722. 40)	Approved @ 100%
September 20, 2002 #2719 and 2721; Approved 11/25/02 #3092	4/1/02 – 6/30/02	\$72,578.50	\$14,272.56	Approved @ 100%	Approved @ 100%
October 22, 2002 #2858 CNO filed 11/13/02 #2971	7/1/02 – 7/31/02	\$102,925.00	\$17,692.88	Approved @ 80% (\$82,340. 00)	Approved @ 100%
November 14, 2002 #2977 CNO Filed 12/11/02 # 3139	8/1/02 – 8/31/02	\$51,745.50	\$7,075.39	Approved @ 80% (\$41,396. 40)	Approved @ 100%
November 20, 2002 #3039 CNO filed 12/11/02 # 3135	9/1/02 – 9/30/02	\$29,291.10	\$4,744.95	Approved @ 80% (\$23,432. 88)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
November 27, 2002 #3084 & #3087 Order filed 3/14/03; #3511	7/1/02 – 9/30/02	\$183,969.60	\$29,513.22	Approved for \$182,143.10	Approved
December 16, 2002 #3165 CNO filed 1/14/03 #3250	10/1/02 – 10/31/02	\$26,061.00	\$5,340.26	Approved @ 80% (\$20,848. 80)	Approved @ 100%
December 27, 2002 #3198 Order signed 3/3/03 # 3446	4/4/01 – 12/3/01	\$240,000.00	N/A	Approved	N/A
January 13, 2003 #3238 CNO filed 2/6/03 #3227	11/1/02 – 11/30/02	\$28,150.50	\$4,980.91	Approved @ 80% (\$22,520. 40)	Approved @ 100%
February 6, 2003 #3345 CNO filed 3/27/03 #3557	12/1/02 – 12/31/02	\$21,414.00	\$3,594.17	Approved @ 80% (\$17,131. 20)	Approved @ 100%
February 14, 2003 Order signed on 7/28/03	10/1/03 – 12/31/03	\$75,625.50	\$13,915.34	Approved for \$72,625.50	Approved @ 100%
March 21, 2003 # 3536 CNO filed 4/15/03 #3666	1/1/03 – 1/31/03	\$77,836.00	\$6,477.81	Approved @ 80% (\$62,268.80)	Approved @ 100%
April 22, 2003 #3701 CNO filed 5/15/03 #3794	2/1/03 – 2/28/03	\$28,050.00	\$3,923.92	Approved @ 80% (\$22,440.00)	Approved @ 100%
May 28, 2003 #3836 CNO filed 7/3/03 #3999	3/1/03 – 3/31/03	\$14,142.00	\$471.79	Approved @ 80% (\$11,313.60)	Approved @ 100%
June 3, 2003 #3864 Order signed 9/22/03 #4480	1/1/03 – 3/31/03	\$120,028.00	\$10,873.52	Approved for \$118,379.00	Approved @ 100%
June 18, 2003 #3912 CNO filed 7/11/03 #4054	4/1/03 – 4/30/03	\$21,507.50	\$370.10	Approved @ 80% (\$17,206.00)	Approved @ 100%
August 7, 2003	5/1/03 –	\$22,184.50	\$864.72	Approved @	Approved @

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
#4181 CNO filed 9/24/03 #4475	5/31/03			80% (\$17,747.60)	100%
September 9, 2003 #4407 CNO filed 10/2/03 #4524	6/1/03 – 6/30/03	\$28,764.50	\$9,472.70	Approved @ 80% (\$23,011.60)	Approved @ 100%
September 26, 2003 #4495 & 4496 (Objections due 10/16/04)	4/1/03 – 6/30/03	\$72,456.50	\$10,707.52	Pending	Pending
October 17, 2003 #4583 CNO filed 11/12/03 #4685	7/1/03 – 7/31/03	\$11,104.50	\$2,829.93	Approved @ 80% (\$8,883.60)	Approved @ 100%
November 6, 2003 #4666 CNO filed 12/9/03 #4798	8/1/03 – 8/31/03	\$3,427.50	\$2,242.92	Approved @ 80% (\$2,742.00)	Approved @ 100%
November 25, 2003 #4751 CNO filed 12/16/03 #4813	9/1/03 – 9/30/03	\$9,912.00	\$2,311.40	Approved @ 80% (\$7,929.60)	Approved @ 100 %
December 16, 2003 #4822 & 4823 (Objections due 1/5/04)	7/1/03- 9/30/03	\$24,444.00	\$7,370.04	Pending	Pending
November 25, 2003 # 4752 CNO filed 12/16/03 #4814	10/1/03- 10/31/03	\$6,779.00	\$3,507.88	Approved @ 80% (\$5,423.20)	Approved @ 100%
Pending	11/1/03 – 11/30/03	\$16,464.50	\$2,478.06	Pending	Pending

**SUMMARY OF COMPENSATION FOR THE FEE PERIOD  
NOVEMBER 1, 2003 THROUGH NOVEMBER 30, 2003**

Name of Professional Person	Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation (\$)
<b>PARTNERS</b>				
Anthony J. Marchetta	1974	450.00	7.5	\$3,375.00
Scott A. Zuber	1987	340.00	0.9	\$306.00
William S. Hatfield	1993	275.00	5.2	\$1,430.00
Michael E. Waller	1990	320.00	8.6	\$2,752.00
<b>COUNSEL</b>				
Barry M. Benjamin	1993	320.00	7.8	\$2,496.00
<b>ASSOCIATES</b>				
Brian E. Moffitt	1992	280.00	6.4	\$1,792.00
Kristen M. Jasket	2000	180.00	8.4	\$1,512.00
Lori A. Jordan	2002	160.00	14.7	\$2,352.00
<b>PARAPROFESSIONALS</b>				
Sandra L. Purrington	N/A	110.00	1.6	\$176.00
Susan Parker	N/A	105.00	0.7	\$73.50
Steven S. Wattenberg	N/A	125.00	1.6	\$200.00
<b>Grand Total Time Reports (Hours and Dollars) for the Fee Period November 1, 2003 through November 30, 2003</b>			<b>63.4 Total Hours</b>	<b>\$16,464.50</b>

**SUMMARY OF EXPENSES FOR THE FEE PERIOD  
NOVEMBER 1, 2003 THROUGH NOVEMBER 30, 2003**

<b>TYPE OF EXPENSE</b>	
Duplicating	\$190.82
Computer Assisted Research	\$73.96
Telephone	\$0.60
PD UPS TO WILMINGTON DE; KMJ; CK# 254427	\$7.74
PD UPS TO WILMINGTON DE; KMJ; INV # 81207463	\$7.74
Postage	\$4.20
Paid HCK#152642 to Clerk of the Court for fee to file Motion in Supreme Court, New York County, #10507, S#4989	\$45.00
DOCUMENT ACCESS FACILITY--ANNEX--NOVEMBER 2003	\$2148.00
<b>Grand Total Expenses for the Fee Period November 1, 2003 through November 31, 2003</b>	<b>\$2,478.06</b>



COMPENSATION BY PROJECT CATEGORY		TOTAL CATEGORY FOR THE FEE PERIOD	
PROJECT CATEGORIES		November 1, 2003 - November 30, 2003	Total of April 2, 2001 - November 30, 2003
01 - Asset Analysis and Recovery			\$ 3,888.50
02 - Asset Disposition			\$ 13,881.00
03 - Business Operations			\$ 88,658.50
04 - Case Administration		\$ 4,878.50	\$ 208,230.10
05 - Claims Analysis, Objection, & Resolution (Asbestos)			\$ 6,449.00
06 - Claims Analysis, Objection, & Resolution (Non-asbestos)			
07 - Committee, Creditors', Noteholders' or Equity Holders'			\$ 1,830.00
08 - Employee Benefits/ Pension			
09 - Employment Applications, Applicant			
10 - Employment Applications, Others			
11 - Fee Applications, Applicant		\$ 1,818.00	\$ 63,504.50
12 - Fee Applications, Others			\$ 1,179.00
13 - Financing			\$ 201.00
14 - Hearings			\$ 72,325.50
15 - Litigation and Litigation Consulting		\$ 9,768.00	\$ 914,587.60
16 - Plan and Disclosure Statement			\$ 41,393.00
17 - Relief from Stay Proceedings			\$ 185.50
18 - Tax Issues			\$ 4,247.00
19 - Tax Litigation			
20 - Travel – Non Working			
21 - Valuation			
22 - ZAI Science Trial			
23 - ZAI Science Trial – Expenses			
24 - Other			\$ 5,672.00
25 - Accounting/Auditing			
26 - Business Analysis			
27 - Corporate Finance			
28 - Data Analysis			
<b>TOTAL - FEES</b>		<b>\$ 16,464.50</b>	<b>\$ 1,426,232.20</b>
<b>TOTAL - EXPENSES</b>		<b>\$ 2,478.06</b>	<b>\$ 205,958.47</b>
<b>TOTAL FEES AND EXPENSES</b>		<b>\$ 18,942.56</b>	<b>\$ 1,632,190.67</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE and CO., <i>et al.</i> <sup>1</sup> ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: January 26, 2004
	:	Hearing Date: TBD, if necessary

**FEE DETAIL FOR PITNEY, HARDIN, KIPP AND SZUCH LLP'S  
THIRTY-SECOND MONTHLY FEE APPLICATION FOR THE PERIOD  
FROM NOVEMBER 1, 2003 THROUGH NOVEMBER 30, 2003**

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace and Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace and Co.-Conn., A-1 Bit and Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., EandC Liquidating Corp., Emerson and Cuming, Inc.), Southern Oil, Resin and Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.